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UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

In re				
KILEY RANCH	COMMUNITIES	Cas	se No.	BK-N-10-53393
		Cha	apter	11
	Debtor		_	
	AMEN	DMENT COVER S	HEET	
The following it boxes)	tems have been amended in t	he above named bank	ruptcy	proceeding (check all applicable
_	Voluntary Petition (Specify re	ason for amendment)	Modify	Nature of Business
	Summary of Schedules Schedule A - Real Property			
	Schedule B - Personal Prope	rtv		
	Schedule C - Property Claime	•		
	Schedule D, E, or F and/or M	atrix, and/or List of Cred	ditors o	r Equity Holders
	Add/Delete creditor	r(s), change amount o	r class	sification of debt - \$26.00 fee
		ss of already listed cre		No Fee
	Schedule G - Executory Cont	racts and Unexpired Le	ases	
*****	Schedule H - Codebtors	of Individual Dahtaria		
	Schedule I - Current Income of Schedule J - Current Expendition	, ,	or(e)	
	Declaration Regarding Sched		01(0)	
National Company Company	Statement of Financial Affairs			
	Chapter 7 Individual Debtor's	Statement of Intention		
**************************************	Disclosure of Compensation	of Attorney for Debtor		
	-		st Calc	culation (Form 22A, 22B or 22C)
	Certification of Credit Counse	eling		
	Other:			
by the	dment of debtor(s) Social Sec Office of the U.S. Trustee, se wb.uscourts.gov			er to follow the instructions provided rebsite on our website:
		Declaration of Debtor		
true and correct	to the best of my (our) informat		the am	endment(s) attached hereto is (are)
Date: _/0((2(10 / MAZTHEW KILEY	<u>//</u>		
	Debtor NILET			

B1 (Official Form 1) (18 to 10-53393-gwz Doc 19 Entered 10/12/10 18:07:29 Page 2 of 9 United States Bankruptcy Court **Voluntary Petition** District of Nevada Amended Name of Debtor (if individual, enter Last, First, Middle). Name of Joint Debtor (Spouse) (Last, First, Middle) KILEY RANCH COMMUNITIES All Other Names used by the Debtor in the last 8 years All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names). (include married, maiden, and trade names) Last four digits of Soc Sec or Individual-Taxpayer I D (ITIN)/Complete EIN(if more Last four digits of Soc Sec or Individual-Taxpayer I D (ITIN)/Complete EIN(if more than one state all): than one, state all). 20-1569680 Street Address of Joint Debtor (No & Street, City, and State): Street Address of Debtor (No & Street, City, and State): 10625 DOUBLE R BLVD. SUITE 100 RENO, NV ZIP CODE 89521 ZIP CODE County of Residence or of the Principal Place of Business County of Residence or of the Principal Place of Business: WASHOE Mailing Address of Debtor (if different from street address): Mailing Address of Joint Debtor (if different from street address). ZIP CODE ZIP CODE Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE Type of Debtor Nature of Business Chapter of Bankruptcy Code Under Which (Form of Organization) the Petition is Filed (Check one box) (Check one box) (Check one box) ☐ Health Care Business Chapter 15 Petition for Chapter 7 Single Asset Real Estate as defined in Individual (includes Joint Debtors) Recognition of a Foreign Chapter 9 11 USC § 101(51B) See Exhibit D on page 2 of this form Main Proceeding Chapter 11 Railroad \mathbf{A} Corporation (includes LLC and LLP) M Chapter 15 Petition for Stockbroker Partnership Chapter 12 Recognition of a Foreign Commodity Broker Other (If debtor is not one of the above entities, Nonmain Proceeding Chapter 13 ☐ Clearing Bank check this box and state type of entity below.) Nature of Debts Other (Check one box) Tax-Exempt Entity Debts are primarily consumer Debts are primarily (Check box, if applicable) debts, defined in 11 U.S.C. business debts § 101(8) as "incurred by an Debtor is a tax-exempt organization individual primarily for a under Title 26 of the United States personal, family, or house-Code (the Internal Revenue Code) hold purpose. Chapter 11 Debtors Filing Fee (Check one box) Check one box: ☑ Full Filing Fee attached ☐ Debtor is a small business debtor as defined in 11 U S C § 101(51D) Debtor is not a small business debtor as defined in 11 U S C § 101(51D) Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is Check if: unable to pay fee except in installments Rule 1006(b) See Official Form 3A Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on Filing Fee waiver requested (applicable to chapter 7 individuals only). Must 4/01/13 and every three years thereafter). Check all applicable boxes attach signed application for the court's consideration. See Official Form 3B A plan is being filed with this petition Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). Statistical/Administrative Information THIS SPACE IS FOR COURT USE ONLY Debtor estimates that funds will be available for distribution to unsecured creditors Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors **Estimated Number of Creditors** $\mathbf{\Delta}$ 100-200-1.000-5.001-10.001-25 001-50.001-Over 50-49 99 199 999 5,000 10,000 25,000 50,000 100,000 100,000 Estimated Assets V П \$50,001 to \$50,000,001 \$100,000,001 \$0 to \$100,001 to \$500,001 to \$1,000,001 \$10,000,001 \$500,000,001 More than to \$500 \$50,000 \$100,000 \$500,000 to \$100 to \$1 billion \$1 to \$10 to \$50 \$1 billion million million million million million Estimated Liabilities M \$500,001 to \$1,000,001 \$10,000,001 \$50,000,001 \$100,000,001 \$50,001 to \$100,001 to \$0.10 More than \$500,000,001 to \$10 to \$50 to \$100 to \$500 \$50,000 \$100,000 \$500,000 to \$1 billion \$1 billion million million million million million

31 (Official Forr	^{m 1) (∰10)} se 10-53393-gwz	tered 10/12/10 18:07:29 Page	e 3 of 9 FORM B1, Page
Voluntary Peti	ition - Amended t be completed and filed in every case)	Name of Debtor(s): KILEY RANCH COMMUNITIES	
	All Prior Bankruptcy Cases Filed Within La	ast 8 Years (If more than two, attach additional sheet)
Location Where Filed:	NONE	Case Number.	Date Filed.
Location Where Filed:		Case Number.	Date Filed.
	Pending Bankruptcy Case Filed by any Spouse, Partner of	r Affiliate of this Debtor (If more than one, attach a	additional sheet)
Name of Debtor: NONE		Case Number.	Date Filed.
District:		Relationship:	Judge:
10Q) with the Securities Ex	Exhibit A if debtor is required to file periodic reports (e.g., forms 10K and urities and Exchange Commission pursuant to Section 13 or 15(d) exchange Act of 1934 and is requesting relief under chapter 11) attached and made a part of this petition	Exhibit B (To be completed if debtor is whose debts are primarily con I, the attorney for the petitioner named in the foregon have informed the petitioner that [he or she] may provide the notice of the petitioner that [he or she] may provide the petitioner than [he or she] may provide the petitioner than [he or she] may provide	nsumer debts) oing petition, declare that I roceed under chapter 7, 11, explained the relief
		Signature of Attorney for Debtor(s)	Date
	Ext	hibit C	
	on or have possession of any property that poses or is alleged to possibit C is attached and made a part of this petition	se a threat of imminent and identifiable harm to public	health or safety?
	Exh	nibit D	
(To be completed by	by every individual debtor If a joint petition is filed, each spouse m	nust complete and attach a separate Exhibit D)	
☐ Exhibit □	D completed and signed by the debtor is attached and made a part of	f this petition.	
If this is a joint pet	tition.		
	D also completed and signed by the joint debtor is attached and mad	le a part of this petition	
	Information Regard	ding the Debtor - Venue	
Ø	Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180	e of business, or principal assets in this District for 18	0 days immediately
	There is a bankruptcy case concerning debtor's affiliate. general	partner, or partnership pending in this District	
	Debtor is a debtor in a foreign proceeding and has its principal p has no principal place of business or assets in the United States b this District, or the interests of the parties will be served in regard	but is a defendant in an action or proceeding [in a fede	s in this District or eral or state court] in
		des as a Tenant of Residential Property opplicable boxes.)	
	Landlord has a judgment against the debtor for possession of debt	btor's residence (If box checked, complete the following	ng)
		(Name of landlord that obtained judgment)	
		(Address of landlord)	
	Debtor claims that under applicable nonbankruptcy law, there are entire monetary default that gave rise to the judgment for possess.		
	Debtor has included in this petition the deposit with the court of filing of the petition	any rent that would become due during the 30-day pe	riod after the
	Debtor certifies that he/she has served the Landlord with this cer	rtification (11 U S C § 362(1))	

Date

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court District of Nevada

In re	KILEY RANCH COMMUNITIES	Case No.	BK-N-10-53393
	Debtor		Section 1 - The section of the secti
		Chapter	11

AMENDED - SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 10,176,164.00		
B - Personal Property	YES	3	\$ 60,407,093.30		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	4		\$ 44,657,359.03	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	2		\$ 146,984.73	
F - Creditors Holding Unsecured Nonpriority Claims	YES	2		\$ 14,234,914.31	
G -Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
тот	AL	14	\$ 70,583,257.30	\$ 59,039,258.07	

B6B (Official Form 6B) (12/07)

In re KIL	EY RA	ANCH (COMMU	JNITIES
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Case No. BK-N-10-53393

Debtor

(If known)

AMENDED - SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand	х			
2 Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	Х			
 Security deposits with public utilities, telephone companies, landlords, and others 		BELDING, HARRIS & PETRONI, LTD. 417 W. PLUMB LN RENO, NEVADA ADVANCE RETAINER		11,365.00
Security deposits with public utilities, telephone companies, landlords, and others		CAV INVESTMENTS (LANDLORD) 10625 DOUBLE R. BLVD. SUITE 200 RENO, NEVADA 89451		6,000.00
Security deposits with public utilities, telephone companies, landlords, and others		GUNDERSON LAW FIRM 3895 WARREN WAY RENO, NEVADA 89509 ADVANCE RETAINER		20,000.00
Security deposits with public utilities, telephone companies, landlords, and others		KURT O. HUNSBERGER, ESQ. 4785 CAUGHLIN PKWY RENO, NV 89520 ADVANCE RETAINER		20,000.0
Security deposits with public utilities, telephone companies, landlords, and others.		WELLS FARGO BANK 5340 KIETZKE LANE RENO,NEVADA 89511		132,028.3
Household goods and furnishings, including audio, video, and computer equipment.	x			
 Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles. 		VALUE INCLUDED IN ITEM 28		0.0
6. Wearing apparel.	Х			
7. Furs and jewelry	Х			AT THE SOLUTION PROPERTY OF THE SOLUTION AND ADDRESS A
Firearms and sports, photographic, and other hobby equipment.	Х			
9 Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	Х			
10 Annuities. Itemize and name each issuer.	X			

B6B (Official Form 6B) (12/07) -- Cont.

In re	KILEY RANCH COMMUNITIES	Case No. BK-N-10-53393
	Debtor	(If known)

AMENDED - SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

<u></u>				Y
TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars (File separately the record(s) of any such interest(s).	Х			
Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	Х			
Stock and interests in incorporated and unincorporated businesses. Itemize.	Х			
14 Interests in partnerships or joint ventures. Itemize.	Х			
Government and corporate bonds and other negotiable and nonnegotiable instruments.	Х			
16. Accounts receivable.	Χ			
Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	Х			
Other liquidated debts owed to debtor including tax refunds. Give particulars.	Х			
19 Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	Х			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each		CAUSES OF ACTION AGAINST COLONIAL BANK/BB&T CO., FOR VARIOUS LENDER LIABILITIES AND RELATED CLAIMS-PENDING IN 2ND JUDICIAL DISTRICT COURT-CASE # CV09-02753- EST ON DAMAGES		60,200,000.00
22. Patents, copyrights, and other intellectual property. Give particulars.		KILEY RANCH TRADEMARK		0.00
23 Licenses, franchises, and other general intangibles. Give particulars.	Х			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	х			
25 Automobiles, trucks, trailers, and other vehicles and accessories.	Х			
26 Boats, motors, and accessories	Х		<u> </u>	
27 Aircraft and accessories.	Х		<u></u>	

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B6B (Official Form 6B) (12/07) -- Cont.

In re	KILEY RANCH COMMUNITIES	Case No. BK-N-10-53393
	Debtor	(If known)

AMENDED - SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
28. Office equipment, furnishings, and supplies.		FURNITURE, EQUIPTMENT, COMPUTER HARDWARE AND SOFTWARE AT KRC OFFICE AND WELCOME CENTER		17,700.00
29 Machinery, fixtures, equipment and supplies used in business.	Х			
30 Inventory	Х			
31. Animals.	Х			
32. Crops - growing or harvested Give particulars.	х			
33. Farming equipment and implements	X			
34. Farm supplies, chemicals, and feed.	х			
35. Other personal property of any kind not already listed. Itemize.	х			
	_	2 continuation sheets attached Total	al '	\$60,407,093.30

(Include amounts from any continuation sheets attached Report total also on Summary of Schedules)

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B6G (Official Form 6G) (12/07)

In re:	KILEY RANCH COMMUNITIES	Case No.	BK-N-10-53393	
	Debtor		(If known)	

AMENDED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
CAV INVESTMENTS, LLC 10625 DOUBLE R BLVD. #200 RENO, NV 89521	OFFICE SPACE LEASE FOR SPACE LOCATED AT 10625 DOUBLE R BLVD. SUITE 200 LEASE FROM 8/1/2010 TO 8/31/2011 @ \$3,000 MO WITH \$6,000 DEPOSIT
CITY OF SPARKS 431 PRATER WAY SPARKS, NV 89432	RECLAIM WATER AGR-KRC HAS CONTRACTED FOR ANNUAL PURCHASE OF 471.82 AC-FT (401.82 REMAINS-70 AC FT OWNED BY KRPF @ \$148K/YR (INCL \$31,281 ABOVE) AND CONNECTION FEE PAYOFF @ \$3255/MO AFTER 9/2011
KILEY RANCH MAINTENANCE CORPORATION 10625 DOUBLE R. BLVD. #100 RENO, NV 89521	DEFICIT SUBSIDE AGREEMENT KRC IS RESPONSIBLE FOR SHORGALL OF INCOME TO THE MAINENANCE CORP. FOR THE PURPOSE OF MAINTAINING LANDSCAPING IN THE KRN PROJECT-EST. \$60K-\$80K/YR
KILEY RANCH MASTER ASSOCIATION 10625 DOUBLE R. BLVD. #100 RENO, NV 89521	DEFICIT SUBSIDY AGREEMENT KRC (MASTER DEVELOPER) IS RESPONSIBLE FOR SHORTFALL OF INCOME TO THE MASTER ASSOCIATION IN THE KRN PROJECT-EST. \$0/YR (ASSOC. IS CURRENTLY FINANCIALLY SELF-SUFFICIENT)
KILEY RANCH PRESERVANCY FOUNDATION C/O STACEY CROWLEY P.O. BOX 305 SPARKS, NV 89532-0305	IRREVOCABLE ALLOCATION OF RECLAIMED WATER-SEC. C"RECLAIMED WATER LEASE"-KRC TO SUPPLY AND PAY FOR 100 AC-FT/YR UNTIL JUNE 23,2020 (PART OF KRC RECLAIM PYMT TO THE CITY OF SPARKS-EST. \$31,281/YR
ORR DITCH AND EXTENSIONS COMPANY P.O. BOX 50404 SPARKS, NV 89435	SEC 2.3 OF THE OOR DITCH REALIGHMENT AGREEMENT-DOC #33464411 WASHOE CO. RECORDS-KRC OR COS TO MAINTAIN REALIGNED ORR DITCH INCLUDING CLEANING-EST. \$100K YR.
WATERSTONE C/O URSUS REAL ESTATE INC. 3000 OAK RD. 4TH FLOOR WALNUT CREEK , CA 94597	SECTION 2-C OF THE FIRST AMENDMENT TO DECLARATION OF DEVELOPMENT CC&R'S-DOC #3761120 WASHOE CO. RECORDER-KRC MUST BUILD/CAUSE TO BE BUILT THE PASEO (LANDSCAPED AREA) BETWEEN V39&V40 FOR ONETIME \$100K